



BYLAWS AND OPERATING PROCEDURES

ARTICLE ONE – NAME AND OBJECTIVES

Section 1. Name:

This organization shall be known as the Zion Canyon Corridor Council, herein called "ZC3".

Section 2. Objectives:

The objective and purpose of the ZC3 shall be:

- a. To provide a forum for open discussion and communication regarding issues of regional importance in the Zion Canyon Region.
- b. To protect and enhance the quality of life and economic vitality of local communities in the Zion Canyon Region.
- c. To protect and enhance the natural, historic, cultural, archeological, scenic, and recreational qualities of the Zion Canyon Region.
- d. To strengthen and maintain coordination among all ZC3 partners.
- e. To enhance community pride and sense of place.
- f. To conduct planning activities, studies, workshops, public outreach events, etc. to achieve the objectives and purposes listed above.

Section 3. Authority:

The ZC3 shall have no authority to dictate policy to any of its individual member organizations. The ZC3 shall have authority only to make policy recommendations, to facilitate discussion and coordination among the ZC3 members, and to conduct planning activities, studies, workshops, public outreach events, etc. in order to accomplish the objectives discussed in section 2 above.

ARTICLE TWO – MEMBERS

Membership in the ZC₃ is voluntary. Members may terminate association in the ZC₃ at any time. Members of the ZC₃ shall be voting, non-voting, and ex-officio.

Section 1. Voting Membership:

There shall be eleven (11) voting members of the ZC₃. Voting members shall be responsible to attend all ZC₃ meetings, or to formally appoint a proxy replacement if unable to attend a meeting. Any official action of the ZC₃ shall be approved by a majority vote of a quorum of the voting membership. Each of the following entities shall formally appoint one voting member to the ZC₃:

1. Washington County
2. City of Hurricane
3. City of La Verkin
4. Town of Virgin
5. Town of Rockville
6. Town of Springdale
7. State of Utah School and Institutional Trust Lands Administration
8. Utah Department of Transportation

Additionally, there shall be three (3) “members at-large” who shall have voting authority. Members at-large shall be appointed by the vote of the 8 members listed above. Members at-large shall be residents of the Zion Canyon Region.

Section 2. Non-Voting Membership:

Other residents of the Zion Canyon Region who have an interest in the purpose and objectives of the ZC₃ may attend the meetings of the ZC₃ as non-voting members. Non-voting members may assist in any work the ZC₃ undertakes, and may serve on sub-committees. Non-voting members may serve as proxy replacements for voting members.

Section 3. Ex-Officio Membership

Representatives from local, regional, state, or federal agencies not listed in Section 1 may attend meetings of the ZC₃ as ex-officio members, provided the agency they represent has a direct interest in the Zion Canyon Region and supports the purpose and objectives of the ZC₃. Ex-officio members may assist in any work the ZC₃ undertakes, and may serve on sub-committees.

Section 4. Compensation:

All ZC3 members shall participate on a voluntary basis. No ZC3 member, including Executive Committee members, shall receive compensation from the ZC3.

ARTICLE THREE – ZION CANYON REGION

For the purposes of these Bylaws, the Zion Canyon Region shall be defined as the area generally referred to as Zion Canyon and the Virgin Flats. The region follows the course of the Virgin River from and including Zion National Park to the bottom of the Hurricane Cliffs. The attached map shows the general Zion Canyon Region. This area includes land within the jurisdictions of Washington County, Hurricane City, La Verkin City, Virgin Town, Rockville Town, and Springdale Town. The National Park Service and the Bureau of Land Management manage large portions of this area. Significant portions of the area are owned by SITLA.

ARTICLE FOUR – MEETINGS

Meetings shall be held on the third Wednesday of every month, or as requested by the Executive Committee. Notice of the meeting time and location shall be sent to all members along with the minutes of the previous meeting at least one week prior to the meeting, and will be posted in each town. Meetings shall be open to the general public.

Members may attend meetings via teleconference if arrangements are made with the executive committee prior to the meeting.

ARTICLE FIVE – EXECUTIVE COMMITTEE

Section 1. Membership:

The Executive Committee shall be appointed by majority vote of the voting members of the ZC3 and shall include the following positions:

1. Chair
2. Vice-Chair
3. Secretary

The Chair and Vice-Chair must be voting members of the ZC3. The Secretary may be a voting member, non-voting member, or ex-officio member of the ZC3.

Section 2. Elections:

The voting membership shall elect a Chair, Vice-Chair, and Secretary who have been involved in ZC3 activities, meeting and programs. The Executive Committee shall be

elected for two years, and may serve until replaced. Elections shall be held at an annual meeting of all members.

Section 3. Purpose and Function:

The Executive Committee shall be responsible to over-see the day-to-day functions of the ZC₃; schedule meetings and locations; approve proxies; prepare agendas and conduct meetings; ensure that the ZC₃ operates within policy; recommend policy changes to the ZC₃; coordinate with member organizations and sub-committees; answer questions of the public and oversee public relations; and care for organization records.

Section 4. Duties of the Chair:

The Chair shall convene regularly scheduled ZC₃ meetings, shall preside or arrange for other Officers to preside at each meeting in the following order: Vice Chair, Secretary. In general, the Chair shall perform all duties incident to the office of Chair and such other duties as may be prescribed by the ZC₃ from time to time. The Chair shall also preside at Executive Committee meetings.

Section 5. Duties of the Vice-Chair:

In the absence of the Chair, the Vice Chair shall have the authority to perform all the duties of the Chair. The Vice Chair shall assign sub-committees and perform such other duties as from time to time may be assigned by the Chair or the Executive Committee.

Section 6. Duties of the Secretary:

The Secretary shall be responsible for keeping records of the Executive Committee and ZC₃ actions, including overseeing the taking of minutes at all ZC₃ meetings, sending out meeting announcements, and distributing copies of minutes and the agenda to each Committee member. In the absence of both the Chair and the Vice-Chair, the Secretary shall have the authority to preside at ZC₃ meetings.

Section 7. Executive Committee Meetings:

The Executive Committee shall meet regularly, at least semi-annually, as needed to conduct the business of the committee.

ARTICLE SIX – REMOVAL FOR CAUSE, REPLACEMENT

If a voting member misses three consecutive meetings without making the proper arrangements for a proxy, he/she may be removed from the Committee by a majority vote of the Committee and replaced with a new nominee from the entity they represent.

ARTICLE SEVEN – QUORUM AND PROXY REPLACEMENTS

Section 1. Quorum Defined:

A quorum shall consist of a majority of voting members who must be present to conduct the business of the Committee.

Section 2. Proxy Replacements:

If a voting member cannot attend a meeting, the voting member shall be responsible to appoint a proxy replacement. The voting member shall further be responsible to notify the Executive Committee of the proxy replacement before the meeting in question. Notification of proxy replacements shall be valid for one meeting only.

Section 3. Emergency Proxy Replacements:

In the event a voting member cannot attend a meeting and fails to appoint a proxy replacement, a non-voting member from the same entity or organization as the absent voting member may serve as proxy for the voting member if approved by the Executive Committee.

ARTICLE EIGHT – SUB-COMMITTEES

The voting members of the ZC₃ may designate sub-committees as may be necessary or beneficial to conduct the business of the ZC₃. The sub-committees may include voting, non-voting, and ex-officio members and any other persons the ZC₃ feels qualified.

ARTICLE NINE – RECORDS

The ZC₃ shall keep correct and complete records and shall also keep minutes of the proceedings of the ZC₃. A record shall be kept giving the names and addresses of the members in good standing. All records of the organization may be inspected by any member or his agent or attorney for any proper purpose at any reasonable time.

ARTICLE TEN – DISSOLUTION

Dissolution of the organization shall be approved by a majority vote of the voting members of the ZC₃.

ARTICLE ELEVEN – PROCEDURE

The ZC₃ shall not adopt any policy, make any recommendation, or take any other official action without a majority vote of the voting membership.

All official actions shall be decided according to Robert's Rules of Order. Any motion or change of policy shall be seconded with call for discussion on the motion, and then a vote by the voting membership. Motions must receive a majority vote of a quorum of voting members to become valid.

ARTICLE TWELVE – FIDUCIARY RESPONSIBILITY

The voting membership shall appoint a governmental, non-profit, or other qualified organization to handle all funds the ZC₃ may receive. This includes funds from grants, donations, and other sources. The appointed organization with fiduciary responsibility shall make an annual report of all monetary transactions to the ZC₃.

ARTICLE THIRTEEN – AMENDMENT OF BY-LAWS

These by-laws may be amended at any regular meeting of the ZC₃ by a majority vote of a quorum of voting members. Such amendments shall go into effect immediately following adoption unless otherwise provided.

Adopted and approved this ____ day of _____, 2009, by a majority vote of the Zion Canyon Corridor Council.

Signed: _____
Chair

Attest: _____
Secretary